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Special Litigation Counsel to the Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MADISON SQUARE BOYS & GIRLS CLUB, INC.,¹

Debtor.

Chapter 11

Case No. 22-10910 (SHL)

**SEVENTH MONTHLY FEE STATEMENT OF FRIEDMAN KAPLAN
SEILER & ADELMAN LLP FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
AS SPECIAL LITIGATION COUNSEL FOR DEBTOR FOR PERIOD
FROM JANUARY 1, 2023 THROUGH JANUARY 31, 2023**

¹ The last four digits of the Debtor's federal tax identification number are 6792. The Debtor's mailing address is 250 Bradhurst Avenue, New York, New York 10039.

Name of Applicant:	Friedman Kaplan Seiler Adelman & Robbins LLP
Authorized to Provide Professional Services to:	Debtor and Debtor in Possession
Date of Retention:	August 12, 2022, <i>nunc pro tunc</i> to June 29, 2022
Period for which compensation and reimbursement is sought:	January 1, 2023 through January 31, 2023
Monthly Fees Incurred:	\$12,402.75
20% Holdback:	\$2,480.55
Total Compensation Less 20% Holdback:	\$9,715.95
Monthly Expenses Incurred:	\$51.91
Total Fees and Expenses Due:	\$9,767.86
This is a: <u> X </u> monthly <u> </u> interim <u> </u>	final application

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), the *Order Pursuant to 11 U.S.C. § 327(e) and Fed. R. Bank. P. 2014 and 2016 Authorizing the Retention and Employment of Friedman Kaplan Seiler & Adelman LLP as Employment and Retention of Friedman Kaplan Seiler & Adelman LLP as Special Litigation Counsel for the Debtor and Debtor in Possession Nunc Pro Tunc to the Petition Date* [ECF No. 122] (the “Retention Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for*

Retained Professionals [ECF No. 125] (the “Interim Compensation Order”),² Friedman Kaplan Seiler Adelman & Robbins LLP (“Friedman Kaplan”), Special Litigation Counsel for the above-captioned debtor and debtor in possession (the “Debtor”), hereby submits this seventh monthly fee statement (the “Seventh Monthly Fee Statement”), seeking compensation for services rendered and reimbursement of expenses incurred as counsel to the Debtor, for the period from January 1, 2023 through January 31, 2023 (the “Seventh Monthly Fee Period”). By this Seventh Monthly Fee Statement, Friedman Kaplan seeks payment in the amount of \$9,767.86, which is comprised of (i) \$9,715.95, which represents eighty percent (80%) of the total amount of compensation sought for actual and necessary services rendered during the Seventh Monthly Fee Period, and (ii) reimbursement of \$51.91, which represents one hundred percent (100%) of actual and necessary expenses incurred in connection with such services, subject in each case to certain voluntary reductions.

Services Rendered and Expenses Incurred

1. Attached as Exhibit A is a summary of Friedman Kaplan’s professionals by individual, setting forth the (i) name, title, and department of each individual who provided services in connection with the chapter 11 case during the Seventh Monthly Fee Period, (ii) aggregate hours spent by each individual, (iii) hourly billing rate for each such individual at Friedman Kaplan’s current billing rates, (iv) amount of fees earned by each Friedman Kaplan professional, and (v) the year of bar admission for each attorney. The blended hourly billing rate of Friedman Kaplan attorneys during the Seventh Monthly Fee Period is approximately \$600.81. The blended hourly billing rate of Friedman Kaplan legal assistants during the Seventh Monthly Fee Period is approximately \$206.25.

² Capitalized terms used herein but not otherwise defined herein have the meanings ascribed to them in the Interim Compensation Order.

2. Attached as Exhibit B is a summary of the services rendered and compensation sought, by project category, for the Seventh Monthly Fee Period.

3. Attached as Exhibit C is a summary of expenses incurred and reimbursement sought, by expense type, for the Seventh Monthly Fee Period.

4. Attached as Exhibit D is itemized time detail of Friedman Kaplan professionals for the Seventh Monthly Fee Period and summary materials related thereto.

Notice and Objection Procedures

5. Notice of this Seventh Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (a) the Debtor, Madison Square Boys and Girls Club, Inc., 250 Bradhurst Avenue, New York, New York 10039 (Attn.: Tim McChristian, Jeffrey Dold); (b) Debtor's counsel, Paul, Weiss, Rifkind, Wharton & Garrison, LLP, 1285 Avenue of the Americas, New York, New York 10019 (Attn.: Alan W. Kornberg, Andrew M. Parlen, John T. Weber); (c) counsel to the United States Trustee for Region 2, U.S. Department of Justice, Office of the U.S. Trustee, 201 Varick Street, Room 1006, New York, New York 10014 (Attn.: Andrea B. Schwartz and Tara Tiantian); and (d) counsel to the Official Committee of Unsecured Creditors, Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, 34th Floor, New York, New York 10017 (Attn.: James Stang, John W. Lucas and Gillian N. Brown).

6. Objections to this Seventh Monthly Fee Statement, if any, must be filed with the Court and served upon Friedman Kaplan and the Notice Parties so as to be received no later than **15 days after filing of Fee Statement** (the "Objection Deadline"), setting forth the nature of the objection and the amount of fees or expenses at issue (an "Objection").

7. If no objections to this Seventh Monthly Fee Statement are filed and served as set forth above, the Debtor shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

8. If an objection to this Seventh Monthly Fee Statement is received on or before the Objection Deadline, the Debtor shall withhold payment of that portion of this Seventh Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be heard by the Court.

New York, New York
Dated: February 21, 2023

/s/ Mary E. Mulligan

Mary E. Mulligan, Esq.

John N. Orsini, Esq.

Bonnie M. Baker, Esq.

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Possession*

Exhibit A

Compensation by Professional

**SUMMARY OF COMPENSATION BY PROFESSIONAL
FOR SERVICES RENDERED FOR THE PERIOD
FROM JANUARY 1, 2023 THROUGH JANUARY 31, 2023**

Name of Professional Partners and Counsel	Title	Department	Year Admitted	Hourly Billing Rate (\$) ³	Total Billed Hours	Total Compensation (\$)
Mary E. Mulligan	Partner	Litigation	1990	900.00	0.8	720.00
John N. Orsini	Partner	Litigation	2003	746.25	5.6	4,179.00
Bonnie M. Baker	Counsel	Litigation	1995	525.00	13.9	7,297.50
Total Partners and Counsel:					20.3	12,196.50

Name of Associates	Department	Year Admitted	Hourly Billing Rate (\$) ⁴	Total Billed Hours	Total Compensation (\$)
None					
Total Associates:				#	\$

Name of Paralegals and Other Non-Legal Staff	Hourly Billing Rate (\$) ⁵	Total Billed Hours	Total Compensation (\$)
Emily Redunski	206.25	1.0	206.25
Total Paralegals and Other Non-Legal Staff:		1.0	206.25

PROFESSIONALS	BLENDED RATE (\$)	TOTAL BILLED HOURS	TOTAL COMPENSATION (\$)
Partners and Counsel	600.81	20.3	12,196.50
Associates	N/A	N/A	N/A
Paralegals/Non-Legal Staff	206.25	1.0	206.75
Blended Attorney Rate			
Total Fees Incurred		21.3	12,402.75

³ The invoices attached at Exhibit C reflect Friedman Kaplan's regular hourly rates in effect at the time the works was done. Then at the bottom of each invoice, there is a 25% discount applied to all billable time, as set forth in Friedman Kaplan's retention application. The rates reflected on this table reflect the net hourly rates after application of this 25% discount.

⁴ Please see footnote 3.

⁵ Please see footnote 3.

Exhibit B

Compensation by Task Code

**AGGREGATE TIME SUMMARY BY TASK FOR THE
PERIOD FROM JANUARY 1, 2023 THROUGH JANUARY 31, 2023**

Task Code	Project Category	Total Hours	Total Fees (\$)
B110	Case Administration	0.5	135.00
B120	Asset Analysis and Recovery	0.1	52.50
B140	Relief from Stay / Adequate Protection Proceedings	0.3	157.50
B160	Fee/Employment Applications	2.8	2,011.50
B170	Fee/Employment Objections	2.6	1,875.75
B190	Other Contested Matters	12.7	6,963.00
B260	Board of Directors Matters	0.3	157.50
B310	Claims Administration and Objections	1.7	892.50
B320	Plan and Disclosure Statement	0.3	157.50
	TOTAL	21.30	\$12,402.75

Exhibit C

Expense Summary

**AGGREGATE ITEMIZED DISBURSEMENTS FOR THE PERIOD
FROM JANUARY 1, 2023 THROUGH JANUARY 31, 2023**

Expenses Category	Total Expenses (\$)
Business Expenses	
Communications	
Corporate Services	
Duplicating Expenses	
Information Retrieval Services	51.91
Local Transportation Expenses	
Mail & Messengers	
Out-of-Town Travel	
Overtime Expenses	
Professional Services	
Reporting	
Word Processing	
TOTAL	51.91

Exhibit D

Itemized Time Detail



Madison Square Boys & Girls Club
250 Bradhurst Avenue
New York, New York 10039

Madison Square Boys & Girls Club
Re: CVA

Date: 02/17/23
Invoice: 80537

FOR PROFESSIONAL SERVICES RENDERED through January 31, 2023,
including:

Date	Professional Services	Hours	Amount
01/03/23	BB: Communicate (other external) - Communicate with plaintiff's counsel, M. Shock, re: joint letter to court in C.M. action.	0.10	70.00
01/03/23	BB: Review/analyze - Review communications re: issues related to Committee settlement, discovery.	0.30	210.00
01/04/23	JNO: Review/analyze - Review correspondences with insurance counsel and filings in bankruptcy case.	0.60	597.00
01/04/23	BB: Communicate (outside counsel) - Communicate with Paul Weiss and Pillsbury re: issues relating to discovery in connection with Ch. 11 Plan.	0.20	140.00
01/04/23	BB: Review/analyze - Review draft letter to NYS A.G. re: Navy Yard.	0.10	70.00
01/05/23	EMR: Research - Research recently settled CVA case.	0.60	165.00
01/05/23	BB: Review/analyze - Study Rockefeller	0.20	140.00

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Madison Square Boys & Girls Club
02/17/23
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Client: 4817
: 001
Invoice: 80537

Date	Professional Services	Hours	Amount
	objection to motion to extend time to file a Ch. 11 plan and communicate with team and Paul Weiss re: same.		
01/06/23	BB: Draft/revise - Update list of cases requested by J. Dold and communicate with him re: same.	0.20	140.00
01/06/23	BB: Review/analyze - Study Paul Weiss draft reply to Rockefeller's objection to motion to extend Madison's time to file Plan.	0.10	70.00
01/09/23	JNO: Review/analyze - Review US Trustee objections to first interim fee application.	0.10	99.50
01/09/23	BB: Review/analyze - Attend to various issues relating to Rockefeller objections and communicate with team and Paul Weiss re: same.	2.20	1,540.00
01/10/23	JNO: Review/analyze - Review US Trustee's objections to first interim fee application and work on adjustments in response to same.	0.60	597.00
01/10/23	BB: Communicate (outside counsel) - Communicate with M. Mulligan, J. Orsini, M. Levi re: issues concerning fee application, US Trustee, RU objections.	0.50	350.00
01/11/23	BB: Review/analyze - Review and revise Paul Weiss draft reply to Rockefeller's objection and communicate with M. Levi re: same.	0.30	210.00
01/11/23	BB: Communicate (outside counsel) - Communications with M. Mulligan, J. Orsini, M. Levi and A. Schwartz of UST's office re: UST objections to fee application.	0.50	350.00
01/11/23	MEM: Appear for/attend - Teleconference with US Trustee re: proposed revisions to fee application.	0.30	360.00
01/12/23	JNO: Appear for/attend - Attend hearing by telephone regarding interim fee.	0.60	597.00
01/12/23	JNO: Draft/revise - Revise monthly fee applications per US Trustee objections to interim fee application.	0.80	796.00
01/12/23	EMR: Manage data/files - Downloads documents off of PACER.	0.10	27.50
01/12/23	BB: Appear for/attend - Attend virtual	0.60	420.00

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Madison Square Boys & Girls Club
02/17/23
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Client: 4817
: 001
Invoice: 80537

Date	Professional Services	Hours	Amount
	bankruptcy court hearing on interim fee applications.		
01/12/23	BB: Review/analyze - Review recent CVA-related press and court decisions for relevance to issues concerning settlement with UCC.	0.10	70.00
01/12/23	MEM: Appear for/attend - Prepare for and participate in Zoom conference with US Bankruptcy Judge, US Trustee and others re: Madison Chapter 11 including fee application for FKSA.; various internal firm communications re:same.	0.50	600.00
01/13/23	JNO: Draft/revise - Prepare sixth monthly fee statement.	1.00	995.00
01/13/23	EMR: Manage data/files - Pulls documents from NYSCEF and PACER.	0.20	55.00
01/13/23	EMR: Manage data/files - Edits PDF document for B.Baker.	0.10	27.50
01/13/23	BB: Review/analyze - Study Justice Tisch's decision on RU's motion to dismiss in R.M. action and analyze relevance to Madison's claims against RU.	0.30	210.00
01/13/23	BB: Communicate (outside counsel) - Communicate with Paul Weiss re: analysis of Justice Tisch's decision on RU's motion to dismiss in R.M. relevance to Madison's objection to RU's claim.	0.30	210.00
01/13/23	BB: Review/analyze - Review draft fee application and communicate with J. Orsini re: same.	0.10	70.00
01/15/23	BB: Review/analyze - Review press related to Ch. 11 proceedings of other organizations facing CVA claims for strategic relevance to client.	0.20	140.00
01/16/23	BB: Communicate (outside counsel) - Communicate with M. Levi re: issues concerning legal and factual issues raised in objection to Rockefeller's claim.	0.40	280.00
01/17/23	JNO: Draft/revise - Review time entries in response to US Trustee objection to fee	0.30	298.50

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Madison Square Boys & Girls Club
02/17/23
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Client: 4817
: 001
Invoice: 80537

Date	Professional Services	Hours	Amount
	application.		
01/18/23	JNO: Review/analyze - Review and evaluate bankruptcy proceeding updates.	0.10	99.50
01/18/23	BB: Draft/revise - Review and revise draft objection to Rockefeller's claim and communicate with M. Levi re: same.	1.00	700.00
01/18/23	BB: Review/analyze - Study decision on co-defendant Rockefeller's motion to dismiss CVA complaint for relevance to client.	0.20	140.00
01/20/23	BB: Review/analyze - Review press concerning other CVA-related mediation in bankruptcy court for relevance to client's situation and communicate with M. Mulligan re: same.	0.10	70.00
01/24/23	BB: Communicate (outside counsel) - Communicate with M. Levi to address questions re: duty to warn claims by and against Rockefeller.	0.30	210.00
01/26/23	JNO: Communicate (outside counsel) - Participate in call with Paul Weiss re: statute of limitations arguments related to claims by and against Rockefeller.	0.50	497.50
01/26/23	JNO: Review/analyze - Prepare for discussion with Paul Weiss re: statement of limitations issued related to Rockefeller by reviewing legal research and discussion with B. Baker.	1.00	995.00
01/26/23	BB: Communicate (in firm) - Telephone conference J. Orsini re: statute of limitations issues pertaining to duty to warn claims.	0.80	560.00
01/26/23	BB: Communicate (outside counsel) - Telephone conference and emails with Paul Weiss (J. Weber, D. Winter, M. Levi) re: statute of limitations issues pertaining to duty to warn claims and other strategic issues.	0.80	560.00
01/26/23	BB: Review/analyze - Study research memos re: statute of limitations issues pertaining to affirmative claims against Rockefeller.	0.40	280.00
01/29/23	BB: Communicate (outside counsel) - Review research on failure to warn claim and communicate with M. Levi re: same.	0.40	280.00

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Madison Square Boys & Girls Club
02/17/23
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Client: 4817
: 001
Invoice: 80537

Date	Professional Services	Hours	Amount
01/30/23	BB: Draft/revise - Review and revise draft objection to Rockefeller claim and communicate with M. Levi re: same.	2.40	1,680.00
01/31/23	BB: Draft/revise - Review and revise draft objection to Rockefeller claim and communicate with M. Levi re: same.	0.50	350.00
01/31/23	BB: Review/analyze - Study materials concerning negotiations with UCC on Ch. 11 Plan and draft Ch. 11 filings.	0.30	210.00

TOTAL Hours and Fees	21.30	\$16,537.00
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Professional	Hours	Rate	Amount
Mary E. Mulligan	0.80	1200.00	960.00
John N. Orsini	5.60	995.00	5,572.00
Bonnie Baker	13.90	700.00	9,730.00
Emily Redunski	1.00	275.00	275.00

TOTAL Current Fees	\$16,537.00
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Less Courtesy discount	4,134.25cr
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Net Current Fees Due	\$12,402.75
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Date	Costs Advanced	Amount
	Research - Lexis/Westlaw	51.91
	TOTAL Current Costs	\$51.91

Current Invoice Due	\$12,454.66
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Previous Due	\$69,344.35
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TOTAL Balance Due	\$81,799.01
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